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FORM 27

[Rule 6.3 and 10.52(1)]



COURT FILE NUMBER 2001-05482
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended

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Oct 21 2020

AND IN THE MATTER OF THE COMPROMISE OR
ARRANGEMENT OF JMB CRUSHING SYSTEMS INC. and
2161889 ALBERTA LTD.

AND IN THE MATTER OF A PLAN OF ARRANGEMENT
OF JMB CRUSHING SYSTEMS INC. and MANTLE
MATERIALS GROUP, LTD.

APPLICANTS JMB CRUSHING SYSTEMS INC. and 2161889 ALBERTA
LTD.

DOCUMENT **APPLICATION FOR STAY EXTENSION ORDER**

ADDRESS FOR SERVICE **Gowling WLG (Canada) LLP**
AND CONTACT 1600, 421 – 7th Avenue SW
INFORMATION OF Calgary, AB T2P 4K9
PARTY FILING THIS
DOCUMENT

Attn: **Tom Cumming/Caireen E. Hanert**
Phone: 403.298.1938/403.298.1992
Fax: 403.263.9193
File No.: A163514

NOTICE TO THE RESPONDENTS

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the Court.

To do so, you must attend Court by videoconference or phone when the application is heard as shown below:

Date: October 16, 2020
Time: 9:45 a.m.
Where: Calgary Courts Centre – via Webex. Videoconference details are enclosed
as **Appendix “A”** to this Application
Before: The Honourable Justice K.M. Eidsvik – Commercial List

Go to the end of this document to see what you can do and when you must do it.

Remedy claimed or sought:

1. Pursuant to the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended, (the "CCAA"), the Applicants JMB Crushing Systems Inc. and 2161889 Alberta Ltd. (collectively, "JMB") seek:
 - (a) An Order substantially in the form attached as **Schedule "A"** hereto extending the Stay Period, as defined in the Initial Order granted in these proceedings by the Honourable Justice K.M. Eidsvik on May 1, 2020 (the "**Initial Order**"), up to and including November 13, 2020 or such further date as may be ordered by this Honourable Court; and
 - (a) Such further and other relief as counsel requests and this Honourable Court may grant.

Grounds for making this application:

2. The stay of proceedings granted by the Initial Order and subsequently extended currently expires on October 16, 2020 (the "**Stay Period**").
3. The Applicants are seeking a further extension of the Stay Period pursuant to the Stay Extension Order to and including November 13, 2020 or such further date as may be ordered by this Honourable Court.
4. The Applicants require an extension of the Stay Period to implement the purchase and sale transaction with Mantle Materials Group, Ltd. (if approved), to address various post-closing matters, and to handle various upcoming applications in relation to aggregate ownership and lien claim determinations, among others.
5. The Applicants believe that the stakeholders will not be prejudiced by the proposed extension of the Stay Period.
6. The Monitor is supportive of the proposed extension of the Stay Period to and including November 13, 2020.
7. Such further and other grounds as counsel may advise and this Honourable Court may permit.

Material or evidence to be relied on:

8. The pleadings and materials filed in the within proceedings;
9. Affidavit of Byron Levkulich sworn October 13, 2020, filed concurrently with the within Application; and
10. Such further and other materials or evidence as counsel may advise and this Honourable Court may permit.

Applicable Rules:

11. Rules 1.3, 1.4 and Division 4 of Part 6 of the *Alberta Rules of Court*, Alta Reg 124/2010.

Applicable Acts and regulations:

12. *Companies' Creditors Arrangement Act*, RSC 1985, c. C-36, as amended and this Honourable Court's equitable and statutory jurisdiction thereunder; and
13. Such further and other authority as counsel may advise and this Honourable Court may permit.

Any irregularity complained of or objection relied on:

14. None.

How this application is proposed to be heard or considered:

15. By Webex.

AFFIDAVIT EVIDENCE IS REQUIRED IF YOU WISH TO OBJECT.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicants what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and time shown at the beginning of the form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicants a reasonable time before the application is to be heard or considered.

APPENDIX “A”
(Webex instructions)

Virtual Courtroom 61 has been assigned for the following matter:

Date: Oct 16, 2020 09:45 AM

Style of Cause: JMB CRUSHING SYSTEMS INC v. COMPANIES CREDITORS ARRANGEMENT ACT, 2001 05482

Presiding Justice: EIDSVIK, J

Virtual Courtroom Link:

<https://albertacourts.webex.com/meet/virtual.courtroom61>

Instructions for Connecting to the Meeting

1. Click on the link above or open up Chrome or Firefox and cut and paste it into your browser address bar.
2. If you do not have the Cisco Webex application already installed on your device, the site will have a button to install it. Follow installation instructions. Enter your full name and email address when prompted
3. Click on the **Open Cisco Webex Meeting**.
4. You will see a preview screen. Click on **Join Meeting**.

Key considerations for those attending:

1. Please connect to the courtroom **15 minutes prior** to the start of the hearing.
2. Please ensure that your microphone is muted and remains muted for the duration of the proceeding, unless you are speaking. Ensure that you state your name each time you speak.
3. If bandwidth becomes an issue, some participants may be asked to turn off their video and participate by audio only.
4. **Note: Recording or rebroadcasting of the video is prohibited.**
5. **Note: It is highly recommended you use headphones with a microphone or a headset when using Webex. This prevents feedback.**

If you are a non-lawyer attending this hearing remotely, **you must** complete the undertaking located here:

<https://www.albertacourts.ca/qb/resources/announcements/undertaking-and-agreement-for-non-lawyers>

For more information relating to Webex protocols and procedures, please visit:

<https://www.albertacourts.ca/qb/court-operations-schedules/webex-remote-hearings-protocol>

SCHEDULE "A"
[Stay Extension Order]

Clerk's Stamp

COURT FILE NO. 2001-05482
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, RSC 1985, c C-36, as amended

AND IN THE MATTER OF THE COMPROMISE OR
ARRANGEMENT OF JMB CRUSHING SYSTEMS INC. and 2161889
ALBERTA LTD.

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CRUSHING SYSTEMS INC. and MANTLE MATERIALS GROUP,
LTD.

APPLICANTS JMB CRUSHING SYSTEMS INC. and 2161889 ALBERTA LTD.

DOCUMENT **ORDER**

ADDRESS FOR SERVICE AND CONTACT
Gowling WLG (Canada) LLP
1600, 421 – 7th Avenue SW
Calgary, AB T2P 4K9

INFORMATION OF PARTY FILING
THIS DOCUMENT Attn: **Tom Cumming/Caireen E. Hanert**
Phone: 403.298.1938/403.298.1992
Fax: 403.263.9193
File No.: A163514

DATE ON WHICH ORDER WAS PRONOUNCED: October 16, 2020

LOCATION AT WHICH ORDER WAS MADE: Calgary Court House

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice K.M. Eidsvik

UPON THE APPLICATION of JMB Crushing Systems Inc. and 2161889 Alberta Ltd. (collectively, the “**Applicants**”); **AND UPON** hearing read the Application, the Affidavit of Byron Levkulich sworn October 13, 2020, the Seventh Report of FTI Consulting Canada Inc., the Court-appointed Monitor of the Applicants (the “**Monitor**”), and the pleadings and proceedings in this Action, including the Initial Order granted in the within proceedings on May 1, 2020, all filed;

AND UPON hearing the submissions of counsel for the Applicants, counsel for the Monitor and counsel for those parties present; **IT IS HEREBY ORDERED THAT:**

1. Service of this Application and supporting materials is hereby deemed to be good and sufficient, the time for notice is hereby abridged to the time provided, this application is properly returnable today, and no other person is required to have been served with notice of this Application.
2. The Stay Period as ordered and defined in paragraph 13 of the Initial Order, is hereby extended until and including November ●, 2020.

J.C.C.Q.B.A.